

ME0 03-27-99

04-15-1999



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FORM PTO-1595

(Rev. 6-93)

DMB No. 0651-0011 (exp. 4/94)

U.S. DEPARTMENT OF

COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

097280095
03/29/99

1. Name of conveying party(ies):

Dean Modesett

2. Name and address of receiving party(ies)

Name: Powell Engineering Co., Inc.

Additional name(s) of conveying party(ies) attached? Yes No

Internal Address: _____

3. Nature of conveyance:

Assignment

Merger

Street Address: 5094 Tip Top Road

Security Agreement

Change of Name

Other _____

City: Mariposa State: CA ZIP: 95338

Execution Date: March 23, 1999

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: 03-29-99

A. Patent Application No.(s)

B. Patent No.(s)

091280095

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

6. Total number of applications and patents involved: 1

Name: Michael A. Cromwell

7. Total fee (37 CFR 3.41) \$ 40.00

Internal Address: _____

Enclosed

Authorized to be charged to deposit account

Street Address: 2355 Drusilla Lane

8. Deposit account number:

18-2210

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael A. Cromwell

Name of Person Signing

Signature

3/29/99

Date

Total number of pages including cover sheet, attachments, and document: 2

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40.00 OP

PATENT
REEL: 9877 FRAME: 0053

ASSIGNMENT

For good and valuable consideration,

Dean Modesett (ASSIGNOR), an individual residing at 4616 Grist Road, Mariposa, California, 95338;

does hereby sell, assign and otherwise transfer forever to

POWELL ENGINEERING CO., INC. (ASSIGNEE), a California Corporation having a place of business at 5094 Tip Top Road, Mariposa, California 95338;

the entire right title and interest for the United States and its territorial possessions and in all foreign countries, including all rights to claim priority, in and to any and all improvements which are disclosed in the "Valve Assembly" invention patent application and which is disclosed in any continuation patent application, continuation-in-part patent application, divisional patent applications, renewal patent applications, foreign counterpart patent applications of the above-identified patent application, or substitutes of the above-identified patent application, and as well as to any Letters Patent, any reissue patents, any reexamination patents, or any foreign equivalents thereof, of the above-identified patent application.

ASSIGNOR hereby covenants that no assignment, sale, agreement, or encumbrance has been or will be made or entered into which would conflict with this assignment;

ASSIGNOR hereby covenants that he will, upon the request of ASSIGNEE, or its successor, heirs or assigns promptly provide all pertinent facts and documents relating to the invention as may be known and accessible to him, will testify as to same in any interference or litigation related thereto, and will promptly execute and deliver to ASSIGNEE, or its successor, heirs, or assigns or its legal representatives any and all papers, instruments or affidavits required to apply for, obtain, maintain, issue or enforce any patents issuing from the invention,

DONE this 23 day of MARCH, 1999.

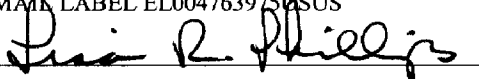


Dean Modesett

Certification Under 37 CFR 1.10

I hereby certify that this correspondence is being deposited with the United States Postal Service as "Express Mail Post Office to Addressee" in an envelope addressed to: Assistant Commissioner for Patents and Trademarks, Washington, D.C. 20231 on this 29 day of March, 1999.

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Dean R. Phillips